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George A. Davis
 CADWALADER, WICKERSHAM & TAFT
 One World Financial Center
 New York, NY 10281
 Telephone No.: (212)504-6000
 Facsimile No.: (212) 504-6666

Tyson M. Lomazow
 MILBANK, TWEED, HADLEY & McCOY, LLP
 1 Chase Manhattan Plaza
 New York, NY 10005
 Telephone No.: (212) 530-5367
 Facsimile No.: (212) 822-5367

Counsel for Compass Financial Partners LLC

Peter C. Bernhard (Nevada Bar No. 0734)
 Georganne W. Bradley (Nevada Bar No. 1105)
 BULLIVANT HOUSER BAILEY PC
 3980 Howard Hughes Pkwy., Ste. 550
 Las Vegas, NV 89169
 Telephone No.: (702) 650-6565
 Facsimile No.: (702) 650-2995
 E-Mail: peter.bernhard@bullivant.com

**UNITED STATES BANKRUPTCY COURT
 DISTRICT OF NEVADA**

BullivantHouserBailey PC
 3980 Howard Hughes Pkwy., Suite. 550
 Las Vegas, NV 89169
 Telephone: (702) 650-6565
 Facsimile: (702) 650-2995

In re:
 USA COMMERCIAL MORTGAGE COMPANY,
 Debtor.

Case No. BK-S-06-10725 LBR
 Case No. BK-S-06-10726 LBR
 Case No. BK-S-06-10727 LBR
 Case No. BK-S-06-10728 LBR
 Case No. BK-S-06-10729 LBR

In re:
 USA CAPITAL REALTY ADVISORS, LLC,
 Debtor.

Chapter 11

In re:
 USA CAPITAL DIVERSIFIED TRUST DEED
 FUND, LLC,
 Debtor.

Jointly Administered Under
 Case No. BK-S-06-10725 LBR

In re:
 USA CAPITAL FIRST TRUST DEED FUND,
 LLC,
 Debtor.

**NOTICE OF ENTRY OF ORDER
 RE: EMERGENCY MOTION OF
 COMPASS FINANCIAL PARTNERS LLC
 FOR ORDER PURSUANT TO 11 U.S.C. §§
 105 AND 1141 ENFORCING
 CONFIRMATION ORDER AND
 FOR CIVIL CONTEMPT SANCTIONS**

In re:
 USA SECURITIES, LLC,
 Debtor.

Date: May 31, 2007
 Time: 2:30 p.m.

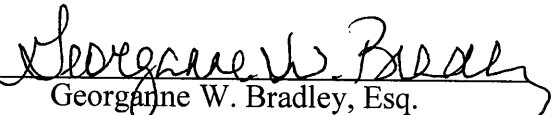
Affects:

- ☐ All Debtors
- ☒ USA Commercial Mortgage Company
- ☐ USA Securities, LLC
- ☐ USA Capital Realty Advisors, LLC
- ☐ USA Capital Diversified Trust Deed Fund, LLC
- ☐ USA First Trust Deed Fund, LLC

1 PLEASE TAKE NOTICE that an Order Re: Emergency Motion of Compass Financial
2 Partners LLC for Order Pursuant to 11 U.S.C. §§ 105 and 1141 Enforcing Confirmation Order
3 and for Civil Contempt Sanctions (the "Order") was entered on the Court's docket on June 26,
4 2007. A copy of the Order is attached hereto.

5 Dated this 26th day of June 2007.

6 CADWALADER, WICKERSHAM & TAFT
7 -and-
8 BULLIVANT HOUSER BAILEY, PC

9 By: 
10 Georganne W. Bradley, Esq.
11 3980 Howard Hughes Pkwy., Ste. 550
12 Las Vegas, Nevada 89169
13 *Attorneys for Compass Financial Partners, LLC*

BullivantHouserBailey PC
3980 Howard Hughes Pkwy., Suite. 550
Las Vegas, NV 89169
Telephone: (702) 650-6565
Facsimile: (702) 650-2995

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Entered on Docket
June 26, 2007

Hon. Linda B. Riegle
United States Bankruptcy Judge

George A. Davis
CADWALADER, WICKERSHAM & TAFT
One World Financial Center
New York, NY 10281
Telephone No.: (212) 504-6000
Facsimile No.: (212) 504-6666

Matthew S. Barr
Tyson M. Lomazow
MILBANK, TWEED, HADLEY & McCLOY, LLP
1 Chase Manhattan Plaza
New York, NY 10005
Telephone No.: (212) 530-5367
Facsimile No.: (212) 822-5367

Counsel for Compass Financial Partners LLC

Peter C. Bernhard (Nevada Bar No. 0734)
Georganne W. Bradley (Nevada Bar No. 1105)
BULLIVANT HOUSER BAILEY PC
3980 Howard Hughes Pkwy., Ste. 550
Las Vegas, NV 89169
Telephone No.: (702) 650-6565
Facsimile No.: (702) 650-2995
E-Mail: peter.bernhard@bullivant.com

UNITED STATES BANKRUPTCY COURT
DISTRICT OF NEVADA

In re:
USA COMMERCIAL MORTGAGE COMPANY,
Debtor.

In re:
USA CAPITAL REALTY ADVISORS, LLC,
Debtor.

In re:
USA CAPITAL DIVERSIFIED TRUST DEED
FUND, LLC,
Debtor.

In re:
USA CAPITAL FIRST TRUST DEED FUND,
LLC,
Debtor.

In re:
USA SECURITIES, LLC,
Debtor.

Affects:

- ☐ All Debtors
☒ USA Commercial Mortgage Company
☐ USA Securities, LLC
☐ USA Capital Realty Advisors, LLC
☐ USA Capital Diversified Trust Deed Fund, LLC
☐ USA First Trust Deed Fund, LLC

Case No. BK-S-06-10725 LBR
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Chapter 11

Jointly Administered Under
Case No. BK-S-06-10725 LBR

**ORDER RE: EMERGENCY MOTION OF
COMPASS FINANCIAL PARTNERS LLC
FOR ORDER PURSUANT TO 11 U.S.C. §§
105 AND 1141 ENFORCING
CONFIRMATION ORDER AND
FOR CIVIL CONTEMPT SANCTIONS**

Date: May 31, 2007
Time: 2:30 p.m.

BullivantHouser/Bailey PC

3980 Howard Hughes Pkwy., Suite 550
Las Vegas, NV 89169
Telephone: (702) 650-6565
Facsimile: (702) 650-2995

1 The Court conducted a hearing, pursuant to its Order Shortening Time, on May 31, 2007
2 on the Motion of Compass Financial Partners LLC for Order Pursuant to 11 U.S.C. §§ 105 and
3 1141 Enforcing Confirmation Order and for Civil Contempt Sanctions (the "Motion"), which
4 was filed by Compass Financial Partners LLC ("Compass") on May 25, 2007. Appearances of
5 counsel were noted on the record at the hearing.

6 The Court having determined that the parties should submit additional briefs on the
7 issues raised in the Motion and the Opposition thereto filed by the Lender Protection Group on
8 May 30, 2007, and having determined that the status quo as it existed on May 15, 2007 should
9 be maintained pending further order of this Court, with a hearing on such issues scheduled to be
10 conducted on June 20, 2007, and for good cause appearing,

11 IT IS HEREBY ORDERED that, pending further order of this Court, (i) the status quo as
12 of May 15, 2007 is hereby preserved such that Compass shall be and remain the loan servicer
13 with respect to all loans for which it acquired servicing rights pursuant to that certain Asset
14 Purchase Agreement dated December 8, 2006, approved by Order of this Court entered January
15 8, 2007 (collectively, the "Loans"); and

16 IT IS FURTHER ORDERED that, pending further order of this Court, all amounts due
17 and owing under or in connection with the Loans (the "Payments") shall continue to be paid
18 directly to Compass; and

19 IT IS FURTHER ORDERED that, pending further order of this Court, Compass shall be
20 entitled to deduct and retain from Payments received the amount of its accrued and unpaid
21 servicing fees then due to Compass, provided, however, that any amounts relating to default
22 interest, late charges, or other fees shall be held in the Direct Lender remittance account
23 established and maintained by Compass, and provided, further, that notwithstanding the above,
24 in the event Compass receives Payments from a borrower in respect of a Loan (i) in which
25 Compass holds 100% of the loan participation interests, or (ii) which satisfy in full all
26 obligations due and owing under the governing loan documents (including default interest, late
27 charges, and other fees), then Compass shall be permitted to deduct and retain from such
28 Payments received any amounts relating to default interest, late charges, and other fees; and

BullivantHouserBailey PC
3980 Howard Hughes Pkwy., Suite 550
Las Vegas, NV 89169
Telephone: (702) 639-6563
Facsimile: (702) 639-2395

1 IT IS FURTHER ORDERED that in the event the Lenders Protection Group holds 100%
2 of the loan participation interests in a Loan, they shall have the right to direct Compass not to
3 take any further action to pursue recovery from borrowers of outstanding amounts due with
4 respect to such Loans; and

5 IT IS FURTHER ORDERED that any attempted termination or replacement of Compass
6 as loan servicer with respect to a Loan shall not be effective pending further order of this Court.

7 **Submitted by:**

8 CADWALADER WICKERSHAM & TAFT
9 -and-
10 MILBANK, TWEED, HADLEY & McCLOY, LLP
11 -and-
12 BULLIVANT HOUSER BAILEY PC

13 By: /s/ Georganne W. Bradley
14 Georganne W. Bradley, Esq.

15 *Attorneys for Compass Financial Partners LLC*

16 **Approved/Disapproved by:**

17 LAW OFFICES OF ALAN R. SMITH

18 By: 
19 Alan R. Smith,

20 *Attorneys for Lenders Protection Group*

21 **Approved/Disapproved by:**

22 OFFICE OF THE U.S. TRUSTEE

23 By: _____
24 August B. Landis, Esq.

BullivantHouserBailey PC
3980 Howard Hughes Pkwy, Suite. 550
Las Vegas, NV 89169
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 2 of the loan participation interests in a Loan, they shall have the right to direct Compass not to
 3 take any further action to pursue recovery from borrowers of outstanding amounts due with
 4 respect to such Loans; and

5 IT IS FURTHER ORDERED that any attempted termination or replacement of Compass
 6 as loan servicer with respect to a Loan shall not be effective pending further order of this Court.

7 Submitted by:

8 CADWALADER WICKERSHAM & TAFT
 -and-
 9 MILBANK, TWEED, HADLEY & McCLOY, LLP
 -and-
 10 BULLIVANT HOUSER BAILEY PC

11
 12 By: /s/ Georganne W. Bradley
 Georganne W. Bradley, Esq.

13 *Attorneys for Compass Financial Partners LLC*
 14

15 Approved/Disapproved by:

16 LAW OFFICES OF ALAN R. SMITH
 17

18 By: Alan R. Smith.
 19

20 *Attorneys for Lenders Protection Group*

21 Approved/Disapproved by:

22 OFFICE OF THE U.S. TRUSTEE

23 By: August R. Landis, Esq.
 24
 25
 26
 27
 28

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1
2 In accordance with Local Rule 9021, the undersigned certifies:

3 _____ The court waived the requirements of LR 9021.

4 _____ No parties appeared or filed written objections, and there is no trustee
5 appointed in the case.

6 ✓_____ I have delivered a copy of this proposed order to all counsel who
7 appeared at the hearing, any unrepresented parties who appeared at the hearing, and any
8 trustee appointed in this case, and each has approved or disapproved the order, or failed
9 to respond, as indicated below:

10 Alan R. Smith, Esq. : Approved

11 Office of U.S. Trustee: Approved

12 BULLIVANT HOUSER BAILEY P.C.

13 By: Georganne W. Bradley
14 Georganne W. Bradley, Esq.

Bullivant|Houser|Bailey PC

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Las Vegas, NV 89169
Telephone: (702) 650-6565
Facsimile: (702) 650-2995